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**UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION**

**In re:**

**PG&E CORPORATION**

**-and-**

**PACIFIC GAS AND ELECTRIC  
COMPANY,**

**Debtors**

- ☐ Affects PG& E Corporation
- ☐ Affects Pacific Gas and Electric Company
- ☒ Affects both Debtors

*\*All papers shall be filed in the Lead Case,  
No. 19-30088 (DM)*

Case No. 19-30088 (DM)  
Chapter 11  
(Lead Case)  
(Jointly Administered)

**MOTION OF OFFICIAL COMMITTEE  
OF TORT CLAIMANTS PURSUANT TO  
BANKRUPTCY SECTIONS 105(a) AND  
107(b) AND BANKRUPTCY RULE 9018  
FOR ENTRY OF AN ORDER  
AUTHORIZING THE FILING UNDER  
SEAL OF THE UNREDACTED  
DECLARATION OF BRENT C.  
WILLIAMS (Related to Dkt. No. 1777)**

Date: May 22, 2019  
Time: 9:30 a.m. (Pacific Time)  
Place: United States Bankruptcy Court  
Courtroom 17, 16<sup>th</sup> Floor  
San Francisco, CA 94102

1 The Official Committee of Tort Claimants (the “TCC”) hereby submits this motion (the  
2 “**Motion**”) pursuant to sections 105(a) and 107(b) of title 11 of the United States Code (the  
3 “**Bankruptcy Code**”), Rule 9018 of the Federal Rules of Bankruptcy Procedure (the  
4 “**Bankruptcy Rules**”), Rule 1001-2(a) of the Bankruptcy Local Rules for the United States  
5 District Court for the Northern District of California (the “**Bankruptcy Local Rules**”) and the  
6 *New District Wide Procedures for Electronically Filing Sealed and Redacted Documents adopted*  
7 *by the United States Bankruptcy Court for the Northern District of California* (the “**Local**  
8 **Procedures**”) for entry of an order (i) authorizing the TCC to file under seal the unredacted  
9 Declaration (“**Unredacted Declaration**”) of Brent C. Williams in support of the TCC’s Limited  
10 Joinder, Objection and Counter Motion (“**Joinder**”) to the Wildfire Assistance Program Motion  
11 (Dkt. No. 1777) (“**Wildfire Assistance Program Motion**”) filed by PG&E Corp. and Pacific Gas  
12 and Electric Company (collectively, the “**Debtors**,”); (ii) directing that the Unredacted  
13 Declaration shall remain under seal and confidential and not be made available to anyone without  
14 the consent of the TCC and the Debtors or further order from the Court. The TCC proposes  
15 providing the Unredacted Declaration to the Office of the United States Trustee for the Northern  
16 District of California (the “**U.S. Trustee**”) on a highly confidential basis and to counsel and  
17 financial advisors to the Debtors and the Official Committee of Unsecured Creditors on a “Highly  
18 Confidential – Professionals’ Eyes Only” basis.

19 In support of this Motion, the TCC submits the Declaration of Brendan J. Murphy (the  
20 “**Murphy Declaration**”) filed contemporaneously herewith. A proposed form of order granting  
21 the relief requested herein is annexed hereto as **Exhibit A** (the “**Proposed Order**”).

## 22 **MEMORANDUM AND POINTS OF AUTHORITIES**

### 23 **I. JURISDICTION**

24 The Court has jurisdiction to consider this matter pursuant to 28 U.S.C. §§ 157 and 1334.  
25 Venue is proper under 28 U.S.C. §§ 1408 and 1409. This Motion is a core proceeding under 28  
26 U.S.C. § 157(b)(2).  
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1     **II.     BACKGROUND**

2             On May 1, 2019, the Debtors filed the Wildfire Assistance Program Motion (Dkt. No.  
3     1777). Contemporaneously herewith, the TCC filed its Joinder to the Wildfire Assistance  
4     Program Motion. In support of the Joinder, the TCC is submitting, *inter alia*, the declaration of  
5     Brent C. Williams, which has three exhibits. The declaration is based on the Debtors' responses  
6     ("Debtors' Responses") to the TCC's request for information regarding the Wildfire Assistance  
7     Program Motion. Murphy Declaration at ¶ 6. The Debtors marked the Debtors' Responses as  
8     "Highly Confidential – Professionals' Eyes Only." *Id.* at ¶ 5.

9     **III.    BASIS FOR RELIEF REQUESTED**

10            Section 105(a) of the Bankruptcy Code allows a court to "issue any order . . . that is  
11    necessary or appropriate to carry out the provisions of this title." 11 U.S.C. § 105(a). Section  
12    107(b) further provides that a court may "protect any entity with respect to a trade secret or  
13    confidential research, development, or commercial information." 11 U.S.C. § 107(b). To seek  
14    protection under section 107(b), a party only needs to show "that the information it [seeks] to seal  
15    [is] 'confidential' and 'commercial' in nature." *Video Software Dealers Ass'n v. Orion Pictures*  
16    *Corp.*, 21 F.3d 24, 27 (2d Cir. 1994).

17            The Bankruptcy Rules similarly authorize the Court to "make any order which justice  
18    requires (1) to protect the estate or any entity in respect of a trade secret or other confidential  
19    research, development, or commercial information." Bankruptcy Rule 9018.

20            Finally, Local Procedures require that a request for seal is narrowly tailored to sealable  
21    materials. *New District Wide Procedures For Electronically Filing Sealed and Redacted*  
22    *Documents*.

23            The Unredacted Declaration is based on the Debtors' Responses, attached as Exhibit C to  
24    the Unredacted Declaration. Murphy Declaration at ¶ 5. The Debtors marked the Debtors'  
25    Responses as "Highly Confidential – Professionals' Eyes Only." *Id.* at ¶ 5. The TCC redacted  
26    only the information in the Unredacted Declaration and Exhibit C to the Unredacted Declaration  
27    that was based on the Debtors' Responses. *Id.* at ¶ 6. Because the Unredacted Declaration  
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contains highly confidential information, according to the Debtors, the Unredacted Declaration falls within the scope of section 107(b), and this Court should grant the TCC's request.

#### IV. NOTICE

Notice of this Motion will be provided to (i) the Debtors, c/o PG&E Corporation and Pacific Gas and Electric Company, PO Box 770000, 77 Beale Street, San Francisco, CA 94105 (Attn: Janet Loduca, Esq.); (ii) Weil, Gotshal & Manges LLP, 767 Fifth Avenue, New York, New York 10153 (Attn: Stephen Karotkin, Esq., Jessica Liou, Esq., and Matthew Goren, Esq.), proposed attorneys for the Debtors; (iii) Keller & Benvenuti LLP, 650 California Street, Suite 1900, San Francisco, CA 94108 (Attn: Tobias Keller, Esq. and Jane Kim, Esq.), proposed attorneys for the Debtors; (iv) Stroock & Stroock & Lavan LLP, 180 Maiden Lane, New York, NY 10038-4982 (Attn: Kristopher M. Hansen, Esq., Erez E. Gilad, Esq., and Matthew G. Garofalo, Esq.) and 2029 Century Park East, Los Angeles, CA 90067-3086 (Attn: Frank A. Merola, Esq.), as counsel for the administrative agent under the Debtors' debtor-in-possession financing facility; (v) Davis Polk & Wardwell LLP, 450 Lexington Avenue, New York, NY 10017 (Attn: Eli J. Vonnegut, Esq., David Schiff, Esq., and Timothy Graulich, Esq.), as counsel for the collateral agent under the Debtors' debtor-in-possession financing facility; (vi) Paul, Weiss, Rifkind, Wharton & Garrison LLP, 1285 Avenue of the Americas, New York, NY 10019-6064 (Attn: Alan W. Kornberg, Esq., Brian S. Hermann, Esq., Walter R. Rieman, Esq., Sean A. Mitchell, Esq., and Neal P. Donnelly, Esq.), as counsel to the California Public Utilities Commission; (vii) the Office of the United States Trustee for Region 17, 450 Golden Gate Avenue, 5th Floor, Suite #05-0153, San Francisco, CA 94102 (Attn: James L. Snyder, Esq. and Timothy Laffredi, Esq.); (viii) U.S. Nuclear Regulatory Commission, Washington, DC 20555-0001 (Attn: General Counsel); (ix) U.S. Department of Justice, 1100 L Street, NW, Room 7106, Washington DC 20005 (Attn: Danielle A. Pham, Esq.) as counsel for United States on behalf of the Federal Energy Regulatory Commission; (x) Milbank LLP, 55 Hudson Yards, New York, NY 10001-2163 (Attn: Dennis F. Dunne, Esq. and Sam A. Khalil, Esq.) and 2029 Century Park East, 33rd Floor, Los Angeles, CA 90067 (Attn: Paul S. Aronzon, Esq., Gregory A. Bray, Esq., and Thomas R. Kreller, Esq.), as counsel for the Official Committee of Unsecured Creditors; and (xi)

1 those persons who have formally appeared in these Chapter 11 Cases and requested service  
2 pursuant to Bankruptcy Rule 2002. The TCC respectfully submits that no further notice is  
3 required.

4 No previous request for the relief sought herein has been made by the Debtors to this or  
5 any other court

6 **WHEREFORE**, the TCC respectfully requests entry of an order(i) authorizing the TCC  
7 to file under seal the Unredacted Declaration; and (ii) directing that the Unredacted Declaration  
8 shall remain under seal and confidential and not be made available to anyone without the consent  
9 of the TCC and the Debtors or further order from the Court

10 Dated: May 15, 2019

Respectfully submitted,

12 BAKER & HOSTETLER LLP

13 By: /s/ Robert A. Julian  
14 Robert A. Julian

15 *Counsel for Official Committee of Tort Claimants*  
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